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Hearing Date: March 31, 2011 at 10:00 a.m.

Objection Deadline: March 24, 2011 at 5:00 p.m.

*Attorneys for Irving H. Picard, Esq.,
Trustee for the Substantively
Consolidated SIPA Liquidation of
Bernard L. Madoff Investment Securities
LLC and Bernard L. Madoff*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

Adv. Pro. No. 08-01789 (BRL)

SIPA Liquidation

(Substantively Consolidated)

In re:

BERNARD L. MADOFF,

Debtor.

**AMENDED NOTICE OF TRUSTEE'S MOTION FOR
ENTRY OF LITIGATION PROTECTIVE ORDER**

PLEASE TAKE NOTICE that upon the annexed motion (the "Motion"), Irving H. Picard, Esq. (the "Trustee"), trustee for the substantively consolidated liquidation proceeding of

Bernard L. Madoff Investment Securities LLC (“BLMIS”) under the Securities Investor Protection Act (“SIPA”), 15 U.S.C. §§ 78aaa et seq., and the estate of Bernard L. Madoff (“Madoff,” and together with BLMIS, each a “Debtor” and collectively, the “Debtors”), will move for entry of a Litigation Protective Order (as defined in the Motion) on **March 31, 2011 at 10:00 a.m.**, or as soon thereafter as counsel may be heard, before the Honorable Burton R. Lifland at the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004.

PLEASE TAKE FURTHER NOTICE that, any response or objection to the Motion must be filed with the Bankruptcy Court (with a courtesy copy delivered to the Chambers of the Honorable Burton R. Lifland, One Bowling Green, New York, New York 10004) and served upon David Sheehan, Esq., and Judith A. Selby, Esq., 45 Rockefeller Plaza, New York, New York 10111, on or before **March 24, 2011 at 5:00 p.m.**

PLEASE TAKE FURTHER NOTICE that, this Amended Notice of Trustee’s Motion for Entry of Litigation Protective Order is filed to provide notice of the Motion to parties to whom notice was not previously provided. Any responses or objections filed in response to the original Notice of Motion filed on February 1, 2011 are preserved.

PLEASE TAKE FURTHER NOTICE that, following discussions with several parties who ultimately did not file objections, the Trustee committed to modifying the proposed Litigation Protective Order. Additionally, the Trustee reviewed the objections filed on March 2, 2011 and modified the proposed Order to incorporate legitimate concerns raised in those objections. The Trustee submits a revised Litigation Protective Order and a comparison of the proposed Litigation Protective Order filed on February 1 and the proposed Litigation Protective Order filed with this Amended Notice of Motion.

Dated: New York, New York
March 14, 2011

BAKER & HOSTETLER LLP

By: /s/ David J. Sheehan

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Liquidation of Bernard L. Madoff Investment
Securities LLC and Bernard L. Madoff*